

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

John T. Metcalf, et al.

Plaintiffs,

v.

Sophocles N. Zoullas, et al.,

Defendants.

ECF Case

11 Civ. 3996 (AKH) (HBP)

**TABLE OF CONTENTS PURSUANT TO JUDGE HELLERSTEIN'S
INDIVIDUAL RULE 2.B**

Pursuant to Rule 2.B of the Individual Rules of the Honorable Alvin K. Hellerstein, Defendants Douglas P. Haensel, Jon Tomasson, Joseph M. Cianciolo, David B. Hiley, Thomas B. Winmill, and Forrest E. Wylie submit this table of contents of the declaration and associated exhibits submitted in support of their Motion for Summary Judgment.

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April 1, 2013 Declaration of Michael G. Bongiorno

1. Exhibit A: Excerpts from the transcript of the deposition of Steven Hall held on December 13, 2012.
2. Exhibit B: Excerpts from the transcript of the deposition of Sophocles Zoullas held on December 4, 2012.
3. Exhibit C: Excerpts from the transcript of the deposition of Alexis Zoullas held on November 14, 2012.
4. Exhibit D: Excerpts from the transcript of the deposition of Joseph Cianciolo held on October 23, 2012.
5. Exhibit E: Excerpts from the transcript of the deposition of Douglas P. Haensel held on October 9, 2012.

6. Exhibit F: Excerpts from the transcript of the deposition of Alan Ginsberg held on November 28, 2012.
7. Exhibit G: June 29, 2009 Email from J. Cianciolo RE: "Audit appointment" bearing Bates number EB000000130.
8. Exhibit H: July 22, 2010 Email from D. Haensel RE: "Peer Group's auditors" bearing Bates numbers EB000005439-EB000005444.
9. Exhibit I: January 14, 2008 Minutes of the Compensation Committee of Eagle Bulk Inc. bearing Bates number EB000011581.
10. Exhibit J: January 15, 2008 Minutes of the Compensation Committee of Eagle Bulk Inc. bearing Bates number EB0000011585.
11. Exhibit K: June 5, 2008 Minutes of the Compensation Committee of Eagle Bulk Inc. bearing Bates number EB000008714.
12. Exhibit L: June 19, 2008 Employment Agreement between Eagle Bulk Shipping Inc. and Sophocles N. Zoullas.
13. Exhibit M: December 12, 2008 Steven Hall and Partners Opinion Letter on Executive Compensation bearing Bates numbers EB000020957-EB000020960.
14. Exhibit N: December 20, 2010 Steven Hall and Partners Opinion Letter on Executive Compensation bearing Bates numbers EB000015801-EB000015805.
15. Exhibit O: April 27, 2009 Email from Jon Tomasson to Sophocles Zoullas, Joseph Cianciolo, David Hiley, Doug Haensel, Alexis Zoullas, and Forrest Wylie RE: Tradewinds story bearing Bates numbers EB000005463 –EB000005466.
16. Exhibit P: January 15, 2008 Board Minutes of Eagle Bulk Shipping Inc. bearing Bates numbers EB000011582-EB000011584.
17. Exhibit Q: January 23, 2009 Board Minutes of Eagle Bulk Shipping Inc. bearing Bates numbers EB000011665-EB000011667.
18. Exhibit R: January 20, 2009 Steven Hall & Partners Opinion Letter bearing Bates numbers EB000011494-EB000011497.
19. Exhibit S: February 24, 2010 Steven Hall & Partners Opinion Letter bearing Bates numbers EB000009636–EB000009638.
20. Exhibit T: December 10, 2008 Board Minutes of Eagle Bulk Shipping Inc. bearing Bates numbers EB00008685- EB000008688.
21. Exhibit U: Corporate Governance Guidelines Of Eagle Bulk Shipping Inc. bearing Bates numbers EB000005497-EB000005502.

22. Exhibit V: February 4, 2009 Board Minutes of Eagle Bulk Shipping Inc. bearing Bates numbers EB000011668- EB000011670.
23. Exhibit W: Eagle Bulk Shipping Inc. Board of Directors Procedures Relating to Potential Conflicts of Interest Involving NewCo Shipping bearing Bates numbers EB000018661-EB000018663.
24. Exhibit X: Minutes of the Special Committee of the Board of Directors of Eagle Bulk Shipping Inc. from February 2009 through July 2009.
25. Exhibit Y: July 7, 2009 Board Minutes of the Meeting of the Board of Directors of Eagle Bulk Shipping Inc. bearing Bates numbers EB000011697-EB000011699.
26. Exhibit Z: June 2009 Memorandum to Conflicts Committee of Eagle Bulk Shipping Inc. bearing Bates numbers Supp. EB000466-EB000469.
27. Exhibit AA: Marshall Islands High Court's decision in *Rosenquist v. Economou*, C.A. No. 2009-06, slip opinion (Marsh. Is. High Ct. Feb. 19, 2010).
28. Exhibit BB: Marshall Islands Supreme Court's decision in *Rosenquist v. Economou*, Case No. 2010-002 (Sup. Ct. Marsh. Is. Oct. 5, 2011).

Dated: April 1, 2013

Respectfully submitted,

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